

# **EXHIBIT D**

**JOINT DECLARATION OF GEMINI INVESTOR GROUP  
IN SUPPORT OF MOTION FOR APPOINTMENT AS  
LEAD PLAINTIFF AND APPROVAL OF SELECTION OF COUNSEL**

We, Gregory Ingallina, Bartholomew Ingallina, Tze (“Eddie”) Ling Ng, and Christine Hogan (collectively the “Gemini Investor Group”) pursuant to 28 U.S.C. § 1746, declare as follows:

1. We respectfully submit this joint declaration in support of our motion for appointment as lead plaintiff in the securities class action litigation against Gemini Trust Company, LLC, Tyler Winklevoss, and Cameron Winklevoss. We each have personal knowledge of the facts set forth below relating to our own activities, actions and beliefs, and would testify competently thereto.

1. I, Gregory Ingallina, live in Waco, Texas. I have an Associate Degree in Electronics from Devry University of Phoenix. I am 66 years old and have been investing in the securities markets for approximately 18 years, primarily through my 401(k) account. As reflected in my Certification, I invested in Gemini Earn during the Class Period and suffered substantial losses as a result of the violations of the federal securities laws alleged in this action. As a result of those losses, I came out of retirement and am currently working as a maintenance worker for Bosque County in Texas. I previously worked for 18 years in the technical services department of Legend Brands. I have every motive to recover these losses and my interests are aligned with those of other proposed class members. I understand the responsibilities and obligations of serving as Lead Plaintiff. I am willing to serve in this capacity on behalf of other Gemini Earn and GIA investors harmed by defendants’ alleged misconduct, and I am willing to oversee the vigorous prosecution of this litigation in order to maximize the class’s recovery.

2. I, Bartholomew Ingallina, live in Colorado Springs, Colorado, and am the son of Gregory Ingallina. I have a Bachelor of Science degree in Management from the U.S. Air Force Academy, and a Master of Business Administration from Trident University. I am an airline pilot

and work for United Airlines. I also work part-time as a pilot for the Arizona Air National Guard. I am 38 years old and have been investing in the securities markets for approximately four years. As reflected in my Certification, I invested in Gemini Earn during the Class Period and suffered substantial losses as a result of the violations of the federal securities laws alleged in this action. I have every motive to recover these losses and my interests are aligned with those of other proposed class members. I understand the responsibilities and obligations of serving as Lead Plaintiff. I am willing to serve in this capacity on behalf of other Gemini Earn and GIA investors harmed by defendants' alleged misconduct, and I am willing to oversee the vigorous prosecution of this litigation in order to maximize the class's recovery.

3. I, Tze ("Eddie") Ling Ng, live in Turnbridge Wells, Kent in the United Kingdom. I graduated from The Chinese University of Hong Kong with a Bachelor degree in Business Administration. I am an equity stock broker and have worked for BOCOM International Securities Limited since 2010. I am 43 years old and have been investing in the securities markets for approximately 20 years. As reflected in my Certification, I invested in Gemini Earn during the Class Period and suffered substantial losses as a result of the violations of the federal securities laws alleged in this action. I have every motive to recover these losses and my interests are aligned with those of other proposed class members. I understand the responsibilities and obligations of serving as Lead Plaintiff. I am willing to serve in this capacity on behalf of other Gemini Earn and GIA investors harmed by defendants' alleged misconduct, and I am willing to oversee the vigorous prosecution of this litigation in order to maximize the class's recovery.

2. I, Christine Hogan, live in Mesquite, Nevada. I graduated from Sacred Heart School of Nursing in 1970. I worked as a nurse at Sacred Heart Medical Center from 1979 until 2005. I am 73 years old and I have been investing in stocks since the 1980s. I began investing in Bitcoin in 2017. As reflected in my Certification, I invested in Gemini Earn during the Class Period and suffered substantial losses as a result of the violations of the federal securities laws

alleged in this action. I have every motive to recover these losses and my interests are aligned with those of other proposed class members. I understand the responsibilities and obligations of serving as Lead Plaintiff. I am willing to serve in this capacity on behalf of other Gemini Earn and GIA investors harmed by defendants' alleged misconduct, and I am willing to oversee the vigorous prosecution of this litigation in order to maximize the class's recovery.

3. In deciding to seek appointment as lead plaintiff together, we considered the benefits and potential drawbacks of proceeding individually or jointly as lead plaintiff. Because of the complexity of the case, and the substantial losses suffered as a result of defendants' alleged violations of the federal securities laws, we each have the incentive, ability and desire to work together to control the litigation and maximize the recovery for the class. Our decision is based on the fact that sharing responsibilities will ensure continuous and comprehensive representation of the putative class throughout the case.

4. Before filing our motion, we, Gregory Ingallina, Bartholomew Ingallina, Tze Ling Ng and Christine Hogan, participated in a virtual meeting together to discuss our oversight of this litigation and direction of counsel. We discussed, among other things, the strategy for prosecuting the case, the strengths of seeking appointment together as investors, the lead plaintiff's responsibilities, our oversight of counsel, our commitment to act in the class's best interests, and the lead plaintiff motion process. We intend to make all decisions jointly, taking into consideration our counsel's advice. We agree to reach joint decisions regarding litigation matters by at least a majority vote, with each of us entitled to one vote. If we do not reach at least a majority vote, we agree to consult with lead counsel and reconsider our vote with the benefit of lead counsel's advice.

5. We are each highly motivated to recover the losses we incurred as a result of defendants' violations of the federal securities laws. After analyzing the claims against defendants, the losses each of us incurred from our investments in Gemini Earn and consulting with our counsel, we each approved the filing of a motion for appointment as lead plaintiff.

6. We are committed and willing to reconvene additional meetings, conference calls, or other communications – with and without counsel present – and as necessary, to ensure responsible oversight and direction of counsel if we are appointed lead plaintiff. To this end, we each have exchanged contact information for one another and are able to contact each other as needed. We understand that litigation of this nature has periods of greater and lesser activity, and we will remain available to lead counsel and each other as needed to fulfill our role as lead plaintiff.

7. We understand that we are under no obligation to seek appointment as lead plaintiff (individually or as a group). We have discussed the requirements and responsibilities of being a lead plaintiff in a securities class action governed by the PSLRA with our counsel. We understand that it is our responsibility to keep informed regarding the status and progress of this action, the strengths and weaknesses of the case, and any prospects for resolution of this matter. We further understand that as lead plaintiff, we will be responsible for making important litigation decisions and directing lead counsel with respect to this litigation, after receiving the benefit lead counsel's advice.

8. To discharge these duties, we will, among other things, review pleadings and motions papers provided by our counsel, obtain periodic status reports on the progress of the litigation, and, as necessary, produce documents, answer interrogatories, and/or testify at depositions or trial. We will provide input into litigation decisions and strategies, and be involved in the final approval of any major litigation decisions, including whether to settle the litigation and, if so, for what amount.

9. We are aware that a lead plaintiff has a fiduciary duty to the entire class, which we intend to represent fully and faithfully in order to protect its interests. We understand that as lead plaintiff, we must fairly and adequately represent the class by vigorously prosecuting this case on its behalf. Each of us will do our best to maximize the recovery for the class.

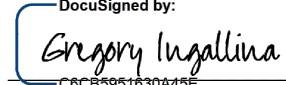
10. We will continue to communicate regularly with lead counsel and each other regarding major litigation events, such as important motions, settlement discussions, trial preparation and trial, and shall have the authority and responsibility to direct lead counsel with respect to each of these events after receiving the benefit of lead counsel's advice.

11. In consultation with our counsel, we agreed to proceed together because we each suffered losses from investing in Gemini Earn and would like the opportunity to participate in this action as lead plaintiff. By proceeding together as lead plaintiff, we will have the benefit of each other's input and experience to make decisions regarding the litigation. We believe our joint prosecution of the case as lead plaintiff will ensure the best representation of the class.

12. We understand that, as lead plaintiff, it is our responsibility to select lead counsel for the class, and that we were free to select and propose any qualified counsel to serve as lead counsel. We also understand that lead counsel owes a fiduciary duty to all members of the proposed class to provide fair and adequate representation. We believe Lieff Cabraser should be approved by the Court to serve as lead counsel for the class. We have selected Lieff Cabraser as lead counsel because the firm has extensive securities and financial fraud litigation experience and achieved significant recoveries on behalf of defrauded and injured investors. We believe that Lieff Cabraser's proven track record demonstrates that it will work to obtain the best possible recovery for the class in this litigation.

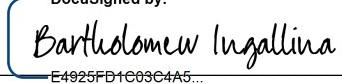
We declare under penalty of perjury that the foregoing is true and correct.

Executed this 27<sup>th</sup> day of February, 2023

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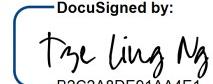
Gregory Ingallina

Executed this 27<sup>th</sup> day of February, 2023

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Bartholomew Ingallina

Executed this 27<sup>th</sup> day of February, 2023

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Tze Ling Ng

Executed this 27<sup>th</sup> day of February, 2023

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Christine Hogan